

**Chapman and Cutler LLP**

Attorneys at Law • Focused on Finance®

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July 25, 2011

Chief  
Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W.  
Washington, DC 20423-0001

RECORDATION NO. 18861-F  
JUL 27 '11 -11 20 AM  
SURFACE TRANSPORTATION BOARD

Re: TTX Company  
Termination of Lease and Equipment Trust Agreement  
Lease No. 41-B

Dear Section Chief:

I am enclosing for recording pursuant to Section 11301 of Title 49 of the United States Code, two copies of the Termination of Lease (No. 41-B), dated as of July 27, 2011, between TTX Lease 41-B Trust, as lessor (the "*Lessor*"), and TTX Company, as lessee (the "*Lessee*").

Please note that the enclosed document relates to the lease agreement previously filed under Recordation Number 18861 and a supplement thereto was subsequently filed under Recordation Number 18861-C.

The names and addresses of the parties to the enclosed document are as follows:

Lessee: TTX Company  
101 North Wacker Drive  
Chicago, Illinois 60606

Lessor: TTX Lease 41-B Trust  
c/o Wells Fargo Bank Northwest, National Association  
299 South Main Street, 12th Floor  
MAC: U1228-120  
Salt Lake City, Utah 84111

A description of the equipment covered as of the date hereof by the aforesaid memorandum is:

The 253 Railcars as more specifically described in Exhibit A attached hereto.

Chapman and Cutler LLP

A short summary of the document to appear in the index follows:

Termination of Lease (No. 41-B).

A fee of forty-one dollars (\$41.00) is enclosed. Please time and date stamp the enclosed copy of the enclosed document along with the extra copy of this letter as proof of filing and recordation of the enclosed document and return the original and any extra copies of such document and this letter not needed by the Board for recordation to:

Robert Alvord, Esq.  
Alvord and Alvord  
1050 Seventeenth Street, N.W.  
Suite 301  
Washington, DC 20036

If you have any questions or need further information, please do not hesitate to contact the undersigned at (312) 845-3465.

Sincerely,

CHAPMAN AND CUTLER LLP

By

  
Karim R. Merchant

KRM/dk  
Enclosures

**EXHIBIT A  
RAILCARS**

**PURCHASED RAILCARS**

<u>EQUIPMENT TYPE</u>	<u>BUILDER</u>	<u>CAR NUMBERS</u>	<u>NUMBER OF CARS</u>
Three-unit double stack well car — DTTX	GUNDERSON	427067 - 427079	18
		427081 - 427085	
		427142 - 427153	26
		427155 - 427168	
Four-unit double stack well car — DTTX	NSC	430082 - 430086	5
Single-unit double stack well car — DTTX	GUNDERSON	456158 - 456176	19
		456234 - 456244	25
		456246 - 456247	
		456249	
		456251 - 456255	
		456257 - 456262	
Centerbeam flatcar — TTZX	TRINITY	85760 - 85761	46
		85763 - 85770	
		85772 - 85774	
		85776 - 85781	
		85783 - 85809	
		85928	11
		85936	
		85938	
		85957	
		85963	
		85978	
		85982 - 85986	
		855020 - 855025	7
		855027	
Centerbeam flatcar — TTZX	NSC	861119 - 861139	21
Five-unit all purpose articulated spine cars — TTAX	TRINITY	553604 - 553630	49
		553659 - 553678	
		553680 - 553681	
Five-unit all purpose articulated spine cars — TTAX	JAC	653910	12
		653912 - 653922	
TOTAL			<hr/> 239 <hr/>

# **CASUALTIED RAILCARS**

<u>EQUIPMENT TYPE</u>	<u>BUILDER</u>	<u>CAR NUMBERS</u>	<u>NUMBER OF CARS</u>
Three-unit double stack well car — DTTX	GUNDERSON	427080 427154 427169	3
Four-unit double stack well car - DTTX	NSC		-
Single-unit double stack well car — DTTX	GUNDERSON	456245 456248 456250 456256	4
Centerbeam flatcar — TTZX	TRINITY	85762 85771 85775 85782 855026	5
Centerbeam flatcar — TTZX	NSC		-
Five-unit all purpose articulated spine car — TTAX	TRINITY	553679	1
Five-unit all purpose articulated spine car — TTAX	JAC	653911	1
<b>TOTAL</b>			<hr/> 14 <hr/>
<b>TOTAL ALL RAILCARS</b>			<hr/> 253 <hr/>

JUL 27 '11 -11 20 AM

**TERMINATION OF LEASE  
(STB)****SURFACE TRANSPORTATION BOARD**

THIS TERMINATION OF LEASE (No. 41-B) is made and entered into as of July 27, 2011 by and between TTX LEASE 41-B TRUST, as Lessor ("*Lessor*"), and TTX Company, as Lessee ("*Lessee*").

1. Lessor has leased to Lessee certain railroad equipment pursuant to the Lease of Railroad Equipment (No. 41-B), dated as of June 30, 1994 (as amended, modified or supplemented, the "*Lease*"), a copy of which (or evidence thereof) was filed with the Interstate Commerce Commission (predecessor to the Surface Transportation Board) pursuant to the provisions of 49 U.S.C. Section 11303 on June 30, 1994 under Recordation Number 18861 and a supplement thereto was subsequently filed under Recordation Number 18861-C.

2. The Lease relating to the railroad equipment set forth on Exhibit A attached hereto is terminated effective as of the date hereof, except for such obligations of the Lessee that expressly survive pursuant to the terms of the Lease.

IN WITNESS WHEREOF, the parties hereto have each caused this termination to be duly executed by their respective officers duly authorized as of the date and year first above written.

TTX LEASE 41-B TRUST, as owner

By: Wells Fargo Bank Northwest, National  
Association, not in its individual capacity, but  
solely as Trustee

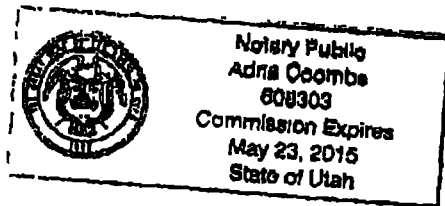
By:                     *mic a*                      
Name: **Michael Arsenault**  
Title: **Vice President**

*[Termination of Lease 41-B (STB)]*

STATE OF UTAH )  
 ) SS.:  
COUNTY OF SALT LAKE )

On this, the \_\_\_\_\_ day of July, 2011, before me, a Notary Public in and for said County and State, personally appeared, Michael Arsonault, who being by me duly sworn, says that (s)he is the Vice President of WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION, that said instrument was signed on July \_\_, 2011 on behalf of said national association by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said national association.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.



Adria Coombe  
Name: \_\_\_\_\_  
Notary Public  
My Commission Expires: \_\_\_\_\_  
Residing in \_\_\_\_\_  
(SEAL)

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Five-unit all purpose articulated spine car — TTAX	JAC	653911	1
TOTAL			<hr/> 14
TOTAL ALL RAILCARS			<hr/> 253 <hr/>

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document

Dated: 7/27/11



\_\_\_\_\_  
Robert W Alvord